THE WISCONSIN ARCHITECT

THE OFFICIAL PUBLICATION OF THE STATE ASSOCIATION OF WISCONSIN ARCHITECTS — THE WISCONSIN CHAPTER A.I.A. AND THE PRODUCERS COUNCIL CLUB OF WISCONSIN

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By-Laws of Wisconsin Architects Association A Chapter of The American Institute of Architects

THE AMERICAN INSTITUTE OF ARCHITECTS
JUN 28 9 17 PM '49
THE DEPARTMENT OF EDUCATION AND RESEARCH

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MEMBERS ARE ASKED TO THOROUGHLY ACQUAINT THEMSELVES WITH THESE BY-LAWS WHICH WILL BE BROUGHT BEFORE THE SPECIAL MEETING OF THE STATE ASSOCIATION AND THE WISCONSIN CHAPTER, ON JUNE 24, 1949, AT 2 P.M., AT THE PLANKINTON HOTEL, MILWAUKEE.

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BY-LAWS OF WISCONSIN ARCHITECTS ASSOCIATION A CHAPTER OF THE AMERICAN INSTITUTE OF ARCHITECTS

Revised May 14, 1949 at Joint Meeting of Executive Board, Wisconsin Chapter, Board of Directors, State Association & By-Law Committee.

Article 1. Name, Objects, Organization and Jurisdiction

Section 1. Name

The name of this organization is Wisconsin Architects Association, a Chapter of The American Institute of Architects.

In these By-Laws the above named Chapter is referred to as "this Chapter"; the governing board of this Chapter as the "Executive Committee"; The American Institute of Architects as "The Institute"; and the Board of Directors of The Institute as "The Institute Board."

Section 2. Objects

The objects of this corporation shall be to unite in fellowship the Architects of Wisconsin; to combine their efforts so as to promote the aesthetic, scientific and practical efficiency of the profession of architecture; to advance the science and art of planning and building by advancing the standards of architectural education, training, and practice; to co-ordinate the building industry and the profession of architecture; to insure the advancement of the living standards of people through their improved environment; to make the profession of architecture of ever-increasing service to society; to co-operate with and promote and forward the objects of The American Institute of Architects within the State of Wisconsin; to receive and solicit gifts and donations; to receive, manage, take and hold real and personal property by lease, purchase, sale, conveyance or assignment and by gift, grant, devise or bequest; and to have and exercise such other rights and powers under the law as may be necessary, incidental or expedient to the exercise of the powers above enumerated and for carrying out the principal purpose of the corporation.

Section 3. Organization

This corporation is formed and organized as a non-profit membership corporation association and shall have no capital stock whatsoever; and no dividends or pecuniary profit shall be declared or paid to the members hereof.

In the event of the dissolution or liquidation of this corporation, its assets shall be distributed and pass to such non-profit, scientific or educational corporation or foundation in the United States of America as may be selected by a majority vote of the members hereof, and none of such assets shall devolve or pass to any member hereof.

Section 4. Territory

The territory within which this Chapter shall represent and act for The Institute is that described in its charter or otherwise prescribed by The Institute.

Section 5. Government

The affairs of this Chapter shall be conducted by a governing board called the Executive Committee.

Section 6. Branch Chapters

The Executive Committee may organize one or more divisions within its territory.

Article 2. Membership

Section 1. Members

This Chapter shall be composed of corporate members of The Institute who have been assigned to membership in this Chapter by The Institute Board or have been admitted to such membership in accordance with the provisions of Section 3 of this Article.

Section 2. Assigned Members

Each member assigned to this Chapter shall remain a member of it until his membership in The Institute is terminated or he is reassigned by The Institute Board to another chapter.

Section 3. Unassigned Members

(a) The Executive Committee, without action by The Institute, may admit to membership in this Chapter any assigned member of another chapter; provided that he applies for such membership in writing directly to the Executive Committee in the manner prescribed by it.

(b) A member so admitted by the Executive Committee shall be subject to all regulations and shall have all rights in this Chapter co-equal with those of a member assigned to it, except he shall not hold any office or directorship in this Chapter, vote at any of its meetings on any matter affecting The Institute, nor represent its members as a delegate or otherwise at any meeting of The Institute.

(c) If The Institute membership of a member admitted as provided in paragraph (a) of this Section 3 is terminated, than ipso facto his membership in this Chapter terminates. Such member may terminate his membership in this Chapter by resignation in writing to the Executive Committee if he is not indebted to this Chapter. The Executive Committee may terminate his membership in this Chapter for indebtedness to it.

Section 4. Enrollment of Members

Every new member of this Chapter shall be duly enrolled by the secretary as a member of this Chapter and shall be notified to that effect.

Section 5. Admission Fees and Annual Dues

(a) A member assigned to this Chapter shall not pay any admission or initiation fee for membership in this Chapter.

(b) Every member of this Chapter shall pay $15.00 to this Chapter as an annual dues.

Section 6. Privileges of Members

Except as prescribed in Section 3 of this Article, every member of this Chapter may use the titles and exercise the rights and privileges granted him by law and The Institute By-Laws, under the conditions fixed in said By-Laws.

Article 3. Associateships

Section 1. Qualifications for Associateship

(a) Every architect having his legal residence or principal place of business in the territory of this Chapter may be admitted to associateship in this Chapter as an Associate hereof.

(b) Any skilled architectural draftsman or any other technical employee or associate in an architect's office, or any professor in a recognized school of architecture, having his legal residence or principal place of business within the territory of the Chapter who is not a corporate member of The Institute may be admitted by it to associateship as an associate of this Chapter.

Section 2. Application for Associateship

Every application for admission to associateship in this Chapter shall be made to the Executive Committee on Institute forms fully executed.

Section 3. Termination of Associateship

(a) An associateship shall be terminated by the death or the resignation of the associate or by his admission to corporate membership in The Institute, and it may be suspended or terminated as provided in Article 10, Sections 4 and 5, and Article 13, Section 3.

(b) Chapter associates shall apply for corporate membership in The Institute within three years from the date they begin their personal practice of architecture; provided, that the Executive Committee may waive this requirement for good and sufficient reasons.

Section 4. Cost of Associateship

Every applicant for an associateship shall pay $5.00 to this Chapter as an admission fee to such associateship, and every associate shall pay $10.00 as an annual dues to this Chapter.

Section 5. Privileges of Associates

An associate who is in good standing in this Chapter,

(a) may serve, except as chairman, on any committee of this Chapter that does not perform any duty of the Executive Committee or that is not concerned with disciplinary matters or Institute affairs;

(b) may speak and make motions at any meeting of this Chapter, and vote thereat on any matter that does not concern the affairs or business of The Institute, or the nomination or election of a delegate to an Institute meeting, or the nomination or election of an officer or director of this Chapter;

(c) may print or otherwise use or cause or permit to be printed or otherwise used in connection with his practice and work the title "Associate of the Wisconsin Architects Association Chapter, The American Institute of Architects," which title he shall not change by abbreviation, amplification or otherwise, nor shall he print the word "Associate" in smaller size type than the remainder of the title.

Violation of this provision may be deemed to be prima facie evidence of unprofessional conduct.

(d) An associate may not hold office or a directorship in this Chapter.

Article 4. Junior Associateships

Section 1. Qualification for Junior Associateship

Any architectural draftsman or other technical employee in an architect's office, of good character and reputation, living or employed in the territory of this Chapter who neither is engaged in the practice of architecture as a principal nor is legally licensed or registered so to do and who, because of inexperience or financial limitations is not qualified for associateship, may be admitted by the Executive Committee to junior associateship as a Junior Associate.

Section 2. Applications for Junior Associateship

Applications for admission to junior associateship shall be made to the Executive Committee, on Institute forms fully executed.

Section 3. Termination of Junior Associateship

(a) A junior associateship shall be terminated by the death or resignation of the junior associate, by his permanent engagement in a vocation other than architecture, and it may be suspended or terminated as provided in Article 10, Sections 4 and 5 and Article 13, Section 3.

(b) Whenever a junior associate qualifies for associateship, he shall be transferred to that class by the Executive Committee.

(c) Each junior associate shall be transferred to associateship within three years from the day he becomes a junior associate; provided, that a chapter may waive this requirement for good and sufficient reasons.

Section 4. Cost of Junior Associateship

(a) There shall be no admission fee for junior associateship in this Chapter.

(b) Every junior associate of this Chapter shall pay $3.00 to it, as annual dues.

Section 5. Privileges of Junior Associates

(a) While in good standing a junior associate may serve on any committee that concerns junior associateships or activities and he may speak at any meeting of this Chapter but shall not make any motions or vote thereat, nor hold any office.

(b) While in good standing, a junior associate may use personally the title "Junior Associate of the Wisconsin Architects Association Chapter, The American Institute of Architects," which title he shall not change by abbreviation, amplification or otherwise, nor shall he print, or permit such title to be printed. Violation of these provisions shall make a junior associate subject to suspension or termination of his junior associateship.

Article 5. Honorary Associateships

Section 1. Qualifications for Honorary Associateship

A person of esteemed character who has rendered the profession of architecture signal and valuable service within the territory of this Chapter and has conspicuously upheld its aims, but is not eligible for membership or associateship in this Chapter, may be admitted to honorary associateship in it as an Honorary Associate.

Section 2. Nomination and Admission to Honorary Associateship

(a) A person eligible for honorary associateship may be nominated therefor by any member of the Executive Committee. The nomination must be in writing over the signature of the nominator and state the name of the nominee, his biography, a history of his attainments, his qualifications for the honor, and the reasons for the nomination.

(b) The Executive Committee, at any of its regular meetings held more than six months after the nomination of a person for honorary associateship, may admit such person as an Honorary Associate by the concurring roll-call vote of its entire membership.

Not more than one honorary associate shall be elected in any one calendar year.

(c) All nominations for honorary associateship and the voting thereon shall be in executive session and remain confidential until the nominee accepts the honor.

(d) When the Executive Committee has elected a person to honorary associateship, it shall ascertain from him if he desires to accept the honor. If he accepts, the Executive Committee shall request him to be present at the next annual meeting of this Chapter for the presentation of the honor.

(e) At the annual meeting the secretary shall announce the election of the honorary associate and read the citation of his achievements, and the president shall admit him as an honorary associate and present to him the Certificate of Honorary Associateship. If the honorary associate is unable to attend the meeting, then the presentation may be postponed until a later meeting at which the honorary associate can be present, or the election may be announced and the citation read by the secretary and the certificate presented in absentia by the president.

Section 2. Rights and Privileges of Honorary Associates

(a) An honorary associate shall not pay any admission fee or annual dues to this Chapter nor be subject to any assessment levied by it nor have any interest in its property or liabilities.

(b) He may attend any meeting of this Chapter and, on invitation of the presiding officer, may speak and take part in the discussions thereat on all matters except those relating to The Institute, but he may not make motions or vote thereat, nor hold any office or directorship in this Chapter nor serve on any of its committees except as adviser, nor act as its representative or agent.

(c) He shall have the right to use the title "Honorary Associate of Wisconsin Architects Association Chapter, The American Institute of Architects," which title he shall not change by abbreviation, amplification, or otherwise, but he shall not use the initials A.I.A. or the phrase The American Institute of Architects alone or otherwise except as prescribed above, nor the symbol, seal or insignia of The Institute or this Chapter.

Section 4. Withdrawal of Honorary Associateship

The Executive Committee, by the affirmative roll-call vote of its entire membership, may terminate any honorary associateship in this Chapter and strike the name of the honorary associate from the records for any reason it deems sufficient; provided it has offered him an opportunity to be heard in the matter.

Article 6. Member Delegates to Institute Meetings

The assigned members of this Chapter in good standing shall elect member delegates to represent them at meetings of The Institute in the manner prescribed in the Rules of The Institute Board.

Article 7. Meetings

Section 1. Regular Meetings

(a) Annual Meeting. This Chapter shall hold an annual meeting on the second Friday of February, whereat the officers and directors to succeed those whose terms of office are about to expire shall be nominated and elected.

Section 2. Special Meetings

(a) A special meeting shall be held if a call for such a meeting, stating its purpose, is voted by a meeting of this Chapter, or by the concurring roll-call vote of not less than two-thirds of the entire membership of the Executive Committee, or by a written petition to the Executive Committee signed by not less than twenty-five percent of the total number of members of this Chapter then in good standing. In the latter event, the Execu-

tive Committee shall call the special meeting for the purposes set out in the petition within thirty days after receiving same.

(b) No other business than that specified in the call and notice of the special meeting shall be transacted thereat, and all rules and procedure at the meeting shall be the same as those for an annual meeting.

Section 3. Notices and Calls of Meetings

A notice of each meeting of this Chapter, stating the time and place thereof, shall be served by the secretary on every member, associate, junior associate by mailing it to his address on file with the secretary. The notice of each regular meeting, and the call and notice of each special meeting, shall be served at least ten calendar days before the date fixed for the meeting, unless a longer notice shall be required by law, and the time of serving shall be deemed to be the date on which the notice of the call and notice was mailed prior to the meeting.

Section 4. Quorums at Meetings

A quorum shall be necessary for the transaction of any business at a meeting of this Chapter. Unless the statutes or these by-laws otherwise require, a quorum shall be twenty percent of the total number of the assigned members of this Chapter, or three such members, whichever is the greater number.

Section 5. Decisions at Meetings

(a) Every decision at a meeting shall be by a majority vote unless otherwise required by these by-laws.

(b) A roll-call vote shall be taken whenever these by-laws require or whenever a majority of the meeting shall so vote.

(c) When the matter that constitutes Institute business or affects Institute affairs is not specifically described in these by-laws, the decision of the presiding officer at a meeting of this Chapter shall determine what constitutes such matters for the purpose of transacting business with respect thereto, but his decision may be overruled by a two-thirds vote of the assigned members present and entitled to vote at the meeting.

Section 6. Election of Directors

The Executive Committee at its December meeting shall select a nominating committee consisting of three members who are not members of the Executive Committee.

It shall be the duty of this Committee to nominate candidates for office of directors to serve at large. It shall be the duty of the nominating committee to nominate at least two candidates for each office of director at large.

In addition to the members who serve at large each Chapter Division shall nominate two members, resident in the territory of the Chapter Division, to serve as members of the Executive Committee. Chapter Divisions shall send the names of their nominees to the nominating committee not later than December 31 of each year. Should a Chapter Division fail to notify the Nominating Committee of their choice of candidates before December 31, it shall then be the duty of the Nominating Committee of the Executive Committee to nominate two residents of the respective Chapter Division as candidates for the office of Director.

At any time before December 31 nominations for Directors at Large may be submitted to the Secretary of the Chapter by any five or more members of the Chapter whose signature must be appended to such nominations.

At least ten days before the date of the annual meeting the Secretary shall mail to each member of the Chapter an official ballot, a plain white opaque envelope and a ballot envelope.

There shall be printed on the ballot the statement "official ballot of the Wisconsin Architects Association Chapter, The American Institute of Architects; the date of the election and directions for voting and returning the ballots. The ballot shall contain the names of the nominees for Directors at Large, arranged alphabetically and blank spaces in which may be written the names of any additional nominees. There shall be printed on the ballot instructions to vote for the number of candidates for Directors at Large equal to the number of Directors at Large provided for in these by-laws.

A second section of the ballot shall have printed thereon the names of the nominees of the Chapter Divisions arranged by Chapter Divisions with instructions to vote for two candidates in each Chapter Division.

After marking his ballot the member shall place the ballot in the plain white opaque envelope which shall be sealed and placed in the ballot envelope. The ballot envelope in which the plain white envelope shall be placed, shall have the proper name and address at which the envelope will be received: the statement "Official Voting Envelope Containing Ballot Only" and a place for the signature of the member voting.

To be acceptable a ballot must be delivered to the Secretary of the Chapter at any time prior to the opening of the annual meeting.

The Secretary shall check the signatures of all ballot envelopes received as to the right of suffrage of the voter and shall deliver the envelopes unopened to the President at the Annual Meeting with a report on every ballot cast by a member not entitled to vote thereon.

Section 7. Balloting Procedure

(a) Balloting shall be in charge of three tellers appointed by the president, who shall be members qualified to vote at the meeting.

(b) The President shall deliver to the tellers the ballot envelopes and said tellers shall open all valid ballot envelopes, remove the blank envelopes, return the ballot envelopes to the Secretary, then proceed to open the blank envelopes, inspect and count the ballots, tally the votes for each nominee, tabulate the results in duplicate, sign the tally sheets and tabulations, seal the ballots and the original tally sheets and tabulations, and give all thereof to the secretary and the duplicate tally sheet to the president.

(c) The president shall announce to the meeting the results of all balloting, and shall declare all elections.

(d) Every ballot that is not marked in accordance with the rules governing the marking of ballots adopted by the meeting, and every ballot cast by a member not entitled to vote thereon, shall not be tallied by the tellers, but shall be marked by them "not tallied."

(e) The five candidates for Director at Large who receive the greatest number of votes and the candidates of the Chapter Divisions shall be elected to the Executive Committee.

(f) In the case of tie, the decision shall be determined by lot.

Section 8. Minutes of Meetings

The Secretary shall cause written minutes of every meeting of this Chapter to be kept in the Book of Minutes of this Chapter and all reports and other matters presented to the meeting shall be attached to the minutes as a part thereof. The minutes of each meeting shall record the names of all members and others present and every action taken at the meeting. Each of the minutes shall be signed by the secretary of the meeting and approved at a meeting of this Chapter.

Article 8. The Executive Committee

Section 1. Membership of the Executive Committee

The Executive Committee shall consist of two members from each Chapter Division, five members at large and the immediate past President of the Chapter, each of whom shall be called a director. All members of the Executive Committee shall be assigned members of this Chapter.

Section 2. Election of Officers

The Executive Committee convened at the meeting immediately following the annual meeting of this Association, shall elect a President, Vice President, Secretary and Treasurer. A majority vote of all members of the Executive Committee shall be required to elect the officers. The officers shall be assigned members of the Chapter.

Section 3. Terms of Office

(a) The immediate Past President shall serve as a Director until his successor as President retires from office as President. All other Directors shall be elected for terms of one year. Directors may be nominated to succeed themselves.

(b) Each officer and director shall serve until his successor has qualified.

(c) Vacancies. The Executive Committee shall by roll-call vote elect the successor for an unexpired term in any office which may become vacant for any cause other than regular expiration of a term of office.

Section 4. Meetings of the Executive Committee Required

The Executive Committee must actually meet in regular or special meeting in order to transact business.

Section 5. Regular Meetings of the Executive Committee
(a) The Executive Committee shall hold a regular organization meeting within ten days after the adjournment of each annual meeting of this Chapter, at which the committee shall organize and take over the affairs of the retiring committee. It shall also hold a regular meeting immediately prior to the opening of each annual meeting and one regular meeting on the Second Saturday of Alternate Months.
(b) The Committee shall fix the time and place of its meetings.
(c) A written notice of any regular meeting other than the organization meeting shall not be required.

Section 6. Special Meetings
(a) A special meeting of the Executive Committee shall be held if so voted by it, or if requested in writing by a majority of the members of the said Committee, or at the call of the president or the secretary.
(b) The secretary shall issue a written call and a notice of each special meeting, stating therein the time, place and purpose of the meeting and the business to be transacted thereat, and only the business stated in the call and notice shall be transacted at the special meeting; provided, however, that either the call and notice or the limitation as to the business to be transacted, or both, may be waived by the written consent of every member of the Executive Committee.

Section 7. Service of Notices of Meetings
Every call or notice of an organization meeting or special meeting shall be served not less than three days before the date fixed for the meeting but any irregularity in or failure of notice of the organization meeting of the Executive Committee shall not invalidate the meeting of any action taken thereat.

Section 8. Quorum of Executive Committee Meetings
A majority of the members of the Executive Committee shall constitute a quorum for the transaction of its business and, if a quorum is not present, those present may adjourn the meeting from day to day, or to a later date.

Section 9. Decisions of Executive Committee
Every decision of the Executive Committee shall be by a concurring majority vote, unless otherwise required by these by-laws or by law. The vote of a member of the Executive Committee shall be entered on the minutes at his request, and whenever a roll-call is taken.

Section 10. Officer Pro-Tem
In the absence of the president and vice-president, the secretary or the treasurer, the Executive Committee shall elect from its membership a chairman pro-tem, a secretary pro-tem, or a treasurer pro-tem, as the case may be. Each thereof shall serve until the regularly elected officer is able to act, and during such period shall perform the duties and exercise the power and authority of the office.

Section 11. Minutes
Written minutes of every meeting of the Executive Committee, setting out the members in attendance, the matters before the meeting and every action taken thereat shall be kept by the secretary in the *Book of Minutes* of this Chapter. Each said minutes shall be signed by the secretary of the meeting, be approved by the Executive Committee, and then signed by the president or other officer who presided at the meeting. A copy of each of said minutes shall be sent to members of the Executive Committee within thirty days after the day on which the meeting was held.

Section 12. Reports of the Executive Committee
(a) The Executive Committee shall render a full report in writing to each annual meeting of this Chapter, of the condition, interests, activities, and accomplishments of this Chapter, making such recommendations with respect thereto as it deems proper. It shall send a copy of each such report to The Secretary of The Institute, supplementing it with reports of such matters as The Institute Board requires.
(b) The Executive Committee shall make a written report to The Institute Board annually, and at such other times as that Board requests, of the matters and in the form required by it.

Section 13. Custodianship
The Executive Committee shall be and act as the custodian of the properties and interests of this Chapter except such thereof as are placed by these by-laws in the custody or under the administration of the treasurer, and within the appropriations made therefor shall do all things required and permitted by these by-laws to forward the objects of this Chapter.

Section 14. Nominations for Regional Directors
Whenever the office of regional directorship for the district within which the Chapter is located is about to become vacant, the Executive Committee, or the Chapter in meeting assembled, or the duly appointed representatives of the Chapter or a regional association or council shall select a nominee or nominees for the office, and transmit the nominations to The Secretary of The Institute, for voting by The Institute members in the district, all as provided in The Institute By-laws.

Section 15. Delegation of Authority
Neither the Executive Committee nor any officer or director of this Chapter shall delegate any of its or his authority, rights or power conferred by statute or these by-laws, unless such delegation is specifically prescribed or permitted by these by-laws.

Article 9. The Officers

Section 1. Titles
The officers of this Chapter shall be the president, the vice-president, the secretary, and the treasurer. The offices of secretary and treasurer may be held by one individual.

Section 2. The President
(a) The president shall be the administrative head of this Chapter. He shall exercise general supervision of its affairs, except such thereof as are placed under the administration and supervision of the secretary and the treasurer, and shall preside at meetings of this Chapter and of the Executive Committee. He shall sign all contracts and agreements whereof this Chapter is a party and perform all other duties usual and incidental to his office.
(b) The president shall act as spokesman of this Chapter and as its representative at meetings with other organizations and committees unless some other member is delegated so to act in any instance by him or the Executive Committee. A pronouncement shall not obligate or commit this Chapter unless the obligation or commitment has been specifically authorized by the Executive Committee.

Section 3. The Vice-President
The vice-president shall possess all the powers and perform all the duties of the president in the event of the absence of the president or of his disability, refusal, or failure to act, and he shall perform such other duties as are properly assigned to him by the Executive Committee.

Section 4. The Secretary
(a) The secretary shall be an administrative officer of this Chapter. He shall act as its recording and its corresponding secretary and as secretary of meetings of this Chapter and of the Executive Committee. He shall have custody of and shall safeguard and keep in good order all property of this Chapter, except such thereof that is placed under the charge of the treasurer. He shall issue all notices of this chapter; keep its membership rolls; have charge and exercise general oversight of the offices and employees of this Chapter; sign all instruments and matters that require the attest or approval of this Chapter, except as otherwise provided in these by-laws; keep its seal, and affix it on such instruments as require it; prepare the reports of the Executive Committee and this Chapter; in collaboration with the president, have charge of all matters pertaining to the meetings of this Chapter, and perform all duties usual and incidental to his office.
(b) The secretary may delegate to an assistant secretary or other assistant employed by this Chapter the actual performance of any or all of his duties as recording or as corresponding secretary, but he shall not delegate his responsibility for the property of this Chapter, or of the affixing of the seal of this Chapter, or the making of any attestation or certification required to be given by him, or the signing of any document requiring his signature.

Section 5. The Treasurer
(a) The treasurer shall be an administrative officer of this Chapter. He shall have charge and shall exercise general supervision of its financial affairs and keep the records and books of account thereof. He shall prepare the budgets, collect amounts due this Chapter, and receipt for and have the custody of its funds and moneys and make all disbursements thereof. He shall have custody of its securities and of its instruments and papers involving

finances and financial commitments. He shall conduct the correspondence relating to his office and perform all duties usual and incidental to his office.

(b) The treasurer shall make a written annual report to each annual meeting of this Chapter and a written report monthly o the Executive Committee. Each of said reports shall set forth the financial condition of this Chapter, the state of its budget and appropriations at the date of the report, and its income and expenditures for the period of the report, and the treasurer's recommendations on matters relating to the finances and general welfare of this Chapter.

(c) The treasurer shall not authorize any person to sign any order, statement, agreement, check or other financial instrument of this Chapter that requires his signature, unless such delegation is expressly permitted in these by-laws.

(d) When a new treasurer takes office, the retiring treasurer shall turn over to his successor a copy of the closing financial statement and audit of the treasury, all the records and books of account, and all moneys, securities, and other valuable items and papers belonging to this Chapter that are in his custody and possession. The incoming treasurer shall check the same, and, if found correct, shall give to the retiring treasurer his receipt therefor and a complete release of the retiring treasurer from any liability thereafter with respect thereto.

(e) The treasurer, personally, shall not be liable for any loss of money or funds of this Chapter or for any decrease in the capital, surplus, income or reserve of any fund or account resulting from any of his acts performed in good faith in conducting the usual business of his office.

(f) The treasurer shall furnish and maintain a fidelity bond in favor of this Chapter in a sum which shall be fixed from time to time by the Executive Committee, but which shall be not less than $5,000.00 (Five Thousand Dollars). Such bond shall be issued by a surety company satisfactory to the Executive Committee, and shall insure the full reimbursement to this Chapter by the surety company, in the event of the death, resignation, or removal from office of the treasurer, for any and all loss this Chapter may sustain of moneys, funds, securities, negotiable instruments or other personal property belonging to this Chapter that may have come into the hands or possession of the treasurer, including that for which the treasurer is responsible.

(g) If the Executive Committee elects a treasurer pro-tem, it shall require a fidelity bond from him in all respects similar to that given by the treasurer.

Article 10. Dues, Fees, Assessments and Finances

Section 1. Annual Dues

(a) Amounts of Annual Dues. The Executive Committee, by the concurring vote of all or of all but one of its entire membership, may fix, before the end of any fiscal year, the annual dues to be paid by members, associates, junior associates, or all thereof, for the immediately succeeding fiscal year at a lesser amount than that fixed in these by-laws, but in no case shall the annual dues of a member or an associate be less than $5.00 nor the annual dues of a junior associate be less than $1.00.

(b) Period of Annual Dues

Every annual dues shall be for the period of the fiscal year of this Chapter and shall be due and payable to this Chapter at its office on the first day of each such fiscal year.

(c) Allocation of First Annual Dues. If a member, associate, or junior associate is admitted at any time during the first quarter of a fiscal year, the treasurer shall allocate the entire annual dues as dues for the year of the admission; if he is admitted at any time after the second or third quarter of the fiscal year, the treasurer shall allocate an amount equal to two-thirds of the prepaid annual dues as dues for the year of the admission and the remainder as a prepaid installment of his annual dues for the next succeeding fiscal year; and if he is admitted during the last quarter of the fiscal year, the treasurer shall allocate an amount equal to one-third of the prepaid dues as the dues for the year of the admission and the remainder as a prepaid installment of his annual dues for the next succeeding fiscal year.

(d) Individual Exemption from Payment of Dues. A member of this Chapter who is exempted from the payment of dues to The Institute by retirement ipso facto shall be exempted from the payment thereafter of annual dues to this Chapter.

(e) Individual Remission of Annual Dues. The Executive Committee, by the concurring vote of all or of all but one of its members, may, in exceptional instances and under exceptional circumstances and for what it deems adequate cause, remit the annual dues of any member, associate, or junior associate in whole or in part for any year, and such remission may be made retroactive.

Section 2. Assessments

(a) This Chapter, by the concurring vote of not less than two-thirds of the total number of members and associates present at a meeting may levy an assessment on its members and associates. Such an assessment on the members shall be alike and equal for each thereof; on the associates, alike and equal for each thereof; and the amount of the assessment on each member and associate, respectively, in any fiscal year, shall not exceed the amount of the annual dues required to be paid by him for that year.

(b) Notice of the intention to levy an assessment, stating the amount thereof, the reasons and necessity therefor, when it shall be payable, and the time within which it must be paid before a member, associate or junior associate will be in default for non-payment thereof, shall be mailed to every member, associate, and junior associate not less than thirty days prior to the meeting of this Chapter at which the proposed assessment is to be voted on.

Section 3. Default of Annual Dues and Assessments

(a) Every member, associate, and junior associate who has not paid the entire amount of his required annual dues for the then current fiscal year on or before the last day of said year shall be in default for the unpaid amount.

(b) Every member, associate and junior associate who has not paid the entire amount of an assessment on or before the date fixed for said payment shall be in default for the unpaid amount.

(c) Notice of Default to The Institute. At the end of each fiscal year, and at such other times as The Secretary of The Institute requests, the secretary of this Chapter shall send to The Secretary of The Institute a list of all members in default to this Chapter with the amount of each default, and, when any such default is cured, the secretary shall immediately notify The Secretary of The Institute.

Section 4. Suspension for Default

(a) Every unassigned member, and every associate and junior associate who is not in default to this Chapter on the first day of its fiscal year but is in default to it for annual dues or any assessment at the close of the last day of said year, ipso facto shall be suspended at the close of the last day of the fiscal year in which the default occurs.

Every assigned member who is not in default to this Chapter on the first day of its fiscal year, but is in default to it for annual dues or any assessment at the close of the last day of said year, may be suspended by The Board of The Institute upon the written request of the Executive Committee of this Chapter.

(b) Period of Suspension for Default. The Executive Committee may carry the name of a member, associate, or junior associate suspended for default on the rolls of this Chapter for not more than twelve months after he has been suspended, during which period he may restore his good standing by paying his entire indebtedness.

Section 5. Terminations for Default

(a) If, at the end of the said twelve months period of suspension, the suspended member, associate, or junior associate is in default, ipso facto his membership, associateship, or junior associateship as the case may be, shall terminate forthwith, unless he is an assigned member, in which event the Executive Committee shall request The Institute Board to terminate his membership.

(b) On or before thirty days prior to the end of the fiscal year of the suspension of a member, associate, or junior associate the secretary shall give him a final notice in writing of the amount of his default and of the impending termination of his membership, associateship, or junior associateship as the case may be. Other than giving this final notice, this Chapter shall not be required to notify any member, associate, or junior associate of his default to it or of the penalty therefor; provided, that a due bill for the annual dues for the fiscal year in which his default occurred was mailed to him at the beginning of the said year.

Section 6. Budgets and Appropriations
Prior to the beginning of every fiscal year, the Executive Committee, by the concurring vote of all or of all but one of its total membership, shall adopt an annual budget showing in detail the anticipated income and expenditures of this Chapter for at least the immediately succeeding year, make annual appropriations in accordance therewith, authorize the expenditure thereof, and authorize the treasurer to pay the authorized expenditures when due.

Section 7. Audits
Whenever a new treasurer is elected, and at such other times as the Executive Committee shall make the appropriation therefor, the books of the treasurer and the rolls of this Chapter shall be audited by a competent accountant employed by the Executive Committee or by an auditing committee comprising one member, one associate and one junior associate elected by the Executive Committee. Each of said audits shall be filed with the Executive Committee and a copy thereof shall be filed with the treasurer and another copy with The Secretary of The Institute.

Section 8. Fiscal Year
The fiscal year of this Chapter shall be from January 1, to December 31.

Article 11. Property, Rights and Privileges

Section 1. Acquirement of Property
(a) In furtherance of carrying on its affairs and exercising its powers this Chapter may take and acquire real property and personal property for its own use but shall not execute any chattel mortgage.
(b) Only the Executive Committee shall have any right or authority to solicit, receive, take, or accept any gift, bequest or devise for or on behalf of this Chapter, and it shall not accept any gift bequest or devise if it will not promote the objects and purposes of this Chapter, or if it and its administration will place an undue financial or other burden on this Chapter.

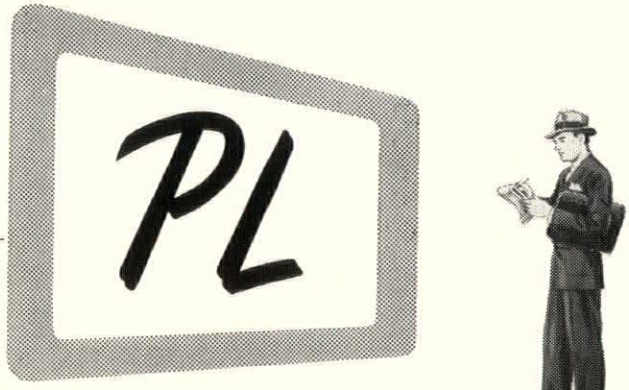
Section 2. Dividends Prohibited
An unencumbered balance of income at the close of a fiscal year shall never be distributed as profits, dividends or otherwise to the members, associates, or junior associates of this Chapter.

Section 3. Suspension of Interests, Rights, and Privileges
Good Standing Defined. A member is not in good standing in this Chapter if and while in default to either this Chapter or The Institute or under suspension by The Institute, and an associate or junior associate is not in good standing if and while in default to it or under suspension by it.

Article 12. Committees

Section 1. Classes of Committees
(a) Chapter committees may be established to perform service for this Chapter, and each such committee may create one or more committees subsidiary to it. The Chapter committees shall be Standing Committees, established in these by-laws, and Special Committees, established by either the Executive Committee or meetings of this Chapter.
(b) Every special committee shall expire at the adjournment of the annual meeting of this Chapter, but any thereof may be recreated. Every sub-committee shall expire with or at the will of the committee that created it.
(c) The membership, terms of office, and duties of each standing committee shall be as prescribed in these by-laws. The membership, terms of office and duties of each special committee and of each sub-committee shall be prescribed by the body that established it, but the Executive Committee may assign supplementary duties to any Chapter committee at any time.

Section 2. Chapter Committee Members
(a) The members and the chairman of every standing committee shall be elected by the Executive Committee at its organization meeting, and the members and the chairman of every special committee shall be appointed by the president.



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(b) The expiring terms of office shall expire at the adjournment of the annual meeting of this Chapter; provided, however, that a member of a standing committee whose term has expired shall serve until his successor has accepted his committee membership in writing to the secretary. No term of office shall be extended beyond the time fixed in this section for the expiration thereof because of delay in the election of a successor, or otherwise.

Section 3. Reports of Committees

Every committee shall make an annual report to the Executive Committee, at the close of its work, and at such other times as the Executive Committee directs.

Section 4. The Standing Committees

(a) Committee on Memberships. There shall be a Committee on Memberships, consisting of three members. It shall be the duty of this committee to foster a consistent growth of Institute memberships and the various classes of associateships within the territory of this chapter.

(b) Committee on the Practice of Architecture. There shall be a standing Committee on the Practice of Architecture, consisting of five members.

It shall be the duty of this committee to consider matters within the profession, particularly the relations of principals and draftsmen and the encouragement of ever better standards for drawings, specifications and documents, the promotion of more effective building and safety codes, and the standardization of methods of cost accounting.

(c) Committee on Relations with the Construction Industry. There shall be a standing Committee on Relations with the Construction Industry, consisting of three members, one associate, and one junior associate.

It shall be the duty of this committee to foster a cooperative relationship between architects and the contractors, the producers and dealers in building materials and equipment, draftsmen employed by them, the labor that constructs buildings and other structures, and the persons and institutions that furnish money therefor, in order to promote and maintain efficient and economical building operations.

(d) Committee on Public Relations. There shall be a standing Committee on Public Relations, consisting of two members, two associates, and one junior associate.

It shall be the duty of this committee to promote the usefulness of the profession and this Chapter to the various governmental bureaus and agencies having charge of the planning and designing of public buildings and monuments and their environs; to promote the employment of architects in private practice to plan and design such public works; to cooperate with the Committee on the Practice of Architecture and with the legislative committee of the state organization of this state to forward state-wide and local legislation that will promote the welfare of the profession and the construction industry and the public health and welfare, particularly as relating to buildings and the areas about them.

(e) Committee on Education and Registration. There shall be a standing Committee on Education and Registration, consisting of four members and two associates and one junior associate.

It shall be the duty of this committee to cooperate with The Institute committees on education and on registration and with the state board of architectural examiners to promote higher aesthetic, scientific and practical qualifications of those engaged or about to engage in the profession within this Chapter's territory, to formulate plans whereby the public appreciation of the arts of design will be enhanced, and to maintain effective contacts with the schools of architecture within the territory of this Chapter.

(f) Committee on Public Information. There shall be a standing Committee on Public Information, consisting of three members, two associates, and one junior associate.

It shall be the duty of this committee to cooperate with the similar committee of The Institute, and, in comformity with its program, to formulate the general publicity programs of this Chapter, prepare matter for the press, and develop methods of promulgating such publicity.

(g) Committee on Allied Arts. There shall be a standing Committee on Allied Arts, consisting of three members and two associates.

It shall be the duty of this committee to foster and promote an ever closer relationship between architects and sculptors, painters and other artists practicing the arts of design allied with architecture.

(h) Committee on Civic Design. There shall be a standing Committee on Civic Design, consisting of three members and two associates.

It shall be the duty of this committee to foster and encourage better city and regional planning, site planning and low priced housing, to formulate plans for beautifying the communities and roadsides within the territory of this Chapter, and to cooperate with public and other agencies having such matters in charge.

Article 13. Architectural Practice

Section 1. Standards of Practice of this Chapter

(a) The Standards of Practice of The American Institute of Architects are hereby made the Standards of Practice of this Chapter, and every interpretation made by The Institute Board of any part of said Standards of Practice shall be deemed to be the interpretation of this Chapter of the like parts of its Standards of Practice.

(b) No amendment of the said Standards of Practice shall be made by this Chapter, but the Executive Committee, from time to time, may amplify or supplement the schedule of basic architectural fees set out in the Standards, as a base and a guide for each member and associate of this Chapter in determining the fee he should properly charge for performing his services in the territory of this Chapter.

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Section 2. Chapter Procedure Relating to Unprofessional Conduct by Members

(a) Except as provided in paragraph (b) of this Section 2, a charge of unprofessional conduct against any member of The Institute shall not be heard or adjudged by this Chapter, the Executive Committee, or any Chapter committee, nor shall any thereof have any right or authority to censure him nor to suspend or terminate his membership in this Chapter for unprofessional conduct, nor to recommend any penalty with respect thereto.

(b) The Executive Committee, in executive session, may conduct an informal hearing of any complaint against a member of this Chapter for unprofessional conduct within the territory of this Chapter and endeavor to settle the same, if a formal charge of said unprofessional conduct has not been filed with The Secretary of The Institute. The Executive Committee shall call the complainant and the member accused to appear at a hearing, and thereat shall examine them separately and such other witnesses as it desires to hear regarding the circumstances complained of. All evidence it admits shall be recorded and considered to have a bearing on the complaint, and the charge, the hearings, the evidence, and all records, actions, procedures, and other matters concerning the charge shall be privileged and confidential.

(c) If, after said hearing, the Executive Committee believes that the evidence produced does not support the complaint, it shall endeavor to settle the charge. If, however, it finds that the evidence produced may support the complaint, then it shall file a formal charge of unprofessional conduct against the member complained of with The Secretary of The Institute, together with the evidence it has in the case. Thereafter the Executive Committee shall have no further right or authority to act in any manner in regard to the matter.

(d) Whenever notice is received from The Institute that a member of this Chapter has been censured or that his membership has been suspended or terminated by The Institute Board, such notice, in full, shall be duly entered in the minutes and records of this Chapter and read at its next meeting.

Section 3. Procedure Relating to Unprofessional Conduct by Associates, and Junior Associates

(a) The State board that registers architects or issues licenses to practice architecture, or any person, firm, or corporation, may bring to the attention of the secretary any case of alleged unprofessional conduct of an associate, or junior associate of this Chapter of which he or it is cognizant.

(b) Every such charge of unprofessional conduct on the part of an associate, or junior associate must be in writing, state the facts alleged to be true, be signed by the person or body making the charge, and be sent to the secretary.

(c) When a charge has been so filed, the Executive Committee, in writing, shall request the complainant and the associate, or junior associate against whom the charge is made to appear before it for a hearing, shall fix the time, place and procedure for such hearing, and shall furnish all parties with a copy of this Article 13 and the rules that will govern the procedure and hearing. At the hearing the Executive Committee shall examine the complainant and the accused and such other witnesses as it desires to hear. If either the complainant or the accused fails to appear, the hearing may proceed without him.

(d) If the Executive Committee finds the charge to be true and deems the accused to be guilty of unprofessional conduct, it may censure him by written pronouncement or may suspend or terminate his associateship, or junior associateship whichever penalty, in its judgement, is in proportion to the seriousness of the offense. If the accused is exonerated, he and the complainant shall be so notified, and if the accused requests in writing that his exoneration be noticed to this Chapter, then the secretary shall send said notice of the exoneration to each of its members, associates and junior associates.

Section 4. General Provisions Relating to Hearings and Procedure

(a) The Executive Committee shall not delegate to any other person or body any of its duties or authority in relation to disciplinary matters.

(b) The Executive Committee shall be the judge of what constitutes unprofessional conduct by an associate or by a junior associate and of whether or not he has been guilty thereof. Its decisions in every matter concerning their conduct and every penalty imposed by it on any thereof on account of unprofessional conduct shall be final and conclusive and without recourse as to the associate or junior associate and any person acting for him or in his behalf.

(c) If the alleged unprofessional conduct occurred more than one year before the matter is brought to the attention of the Executive Committee, it may dismiss the charges.

(d) The Executive Committee shall judge the admissibility and value of all evidence brought before it, and shall base its findings on the evidence admitted.

(e) When a case has been concluded by the Executive Committee, the secretary shall send under confidential cover a notice stating the facts, the judgement taken, the penalty imposed, or the dismissal of the charges, as the case may be, to the associate or junior associate, involved and to the complainant, and, if a penalty was imposed, to each member, associate and junior associate of this Chapter. The secretary shall enforce the penalty.

(f) The charges, evidence, and action of the Executive Committee in any case of unprofessional conduct whereunder a penalty is imposed shall not be made public.

(g) Charges of unprofessional conduct shall be made only in executive session and all proceedings of and before the meeting at which such charges are made shall be confidential.

Article 14. Awards of Honor

This Chapter, from time to time as funds or other means become available therefor, may make awards to persons, firms, corporations, or associations for meritorious work in their respective fields within the territory of this Chapter. Each award shall be bestowed for and in behalf of this Chapter by the concurring vote of all or of all but one of the Executive Committee, after due consideration of the nominees and their work. The token of each award shall be in the form of a medal, an engrossed certificate, a scholarship, or otherwise as the Executive Committee shall determine or the deed of gift shall fix. Every award shall be presented at an annual meeting of the Chapter, unless it is impracticable so to do.

Article 15. Affiliations

Section 1. Affiliations with Organizations

This Chapter shall not form nor enter into any affiliation with any individual, nor with any organization that is not a component part of The Institute organization.

Article 16. General Provisions

Section 1. Action on Applications for Membership in The Institute

Whenever an application for membership in The Institute and assignment to this Chapter is filed with this Chapter, the Executive Committee shall examine and act thereon within thirty calendar days after the date the application was filed with it, and shall certify such action to The Secretary of The Institute.

Section 2. Resignations

Any person admitted to this Chapter, except an assigned member, may resign therefrom; providing, that he presents his resignation in writing to the secretary and is in good standing at the time of his resignation. It the secretary finds him qualified to resign, the resignation shall be effective as of the date the letter of resignation was received by the secretary.

Section 3. Transfers of Associates and Junior Associates

(a) Any associate or junior associate in good standing, who has changed his residence or place of business or employment from the territory of this Chapter to the territory of another chapter, may be transferred to the above chapter by the Executive Committee; provided that the applicant applies for the transfer in writing and that the Executive Committees of this Chapter and of the other chapter mutually agree to the transfer.

(b) Under similar circumstances, associates and junior associates transferred from other chapters may be admitted to this Chapter by the Executive Committee without examination; provided, that each thereof files a written application for associateship or junior associateship, as the case may be, and makes the payments required of an applicant.

Section 4. Membership Cards and Certificates

(a) When a member, associate, or junior associate is enrolled in this Chapter, and each year thereafter, on the day he pays in full his annual dues required to be paid by him, the secretary shall issue to him an Annual Card. Every such card shall be signed by the secretary and state on its face the period for which it is issued, the name of the person to whom it is issued, whether the person is a member, associate or junior associate of this Chapter, and such other matters as the Executive Committee prescribes from time to time.

(b) When a person is made an honorary associate, the secretary shall issue to him a Certificate of Honorary Associateship. Such certificate shall be signed by the president and the secretary and shall state on its face the name of the honorary associate, the date of his admission, the reasons therefor, and such other matters as the Executive Committee prescribes from time to time.

Section 5. Limitation on Chapter Actions

No action of this Chapter, the Executive Committee, any Chapter committee, or any officer or director shall directly or indirectly nullify or contravene any act or policy of The Institute.

Section 6. Executive Office

The executive offices of this Chapter shall be at Milwaukee, Wisconsin.

Section 7. Endorsements

Neither this Chapter, the Executive Committee, any Chapter committee, or any of its officers, directors, committee members, or employees, in their respective official capacities, shall approve, sponsor, endorse, recommend, warrant or vouch for, either directly or indirectly, any enterprise, whether public or private, operated for profit, or any material, facility, product, or device made, sold or used in or for the construction or erection of buildings, or any method or manner of handling, using, distributing, or dealing in any such material, facility, product, or device.

Section 8. Publications

The Executive Committee may prepare, edit, publish, print, sell or otherwise distribute any document, book, data, information or other literature concerning any matter that will tend to promote the objects of this Chapter. Whenever it publishes an official bulletin of communication with the members, associates and junior associates, notices of this Chapter required to be issued by law or these by-laws, printed in such bulletin and mailed to the members, associates, and junior associates as therein provided, shall constitute the proper giving and serving of said notice.

Section 9. Records Open to Members

The correspondence and the minute books, except the confidential matter relating to charges of unprofessional conduct and to bestowal of honorary associateships, the treasurer's books of account, and the secretary's records of this Chapter, shall be open to inspection at the executive offices of this Chapter during the business hours fixed by the Executive Committee, by any member, associate or junior associate in good standing.

Section 10. Parliamentary Authority

The rules contained in Robert's "Rules of Order Revised" shall supplement the rules and regulations adopted by this Chapter and shall govern this Chapter, the Executive Committee, and the Chapter committees in all cases in which the said Rules of Order are applicable and in so far as they are not inconsistent or in conflict with the statutes, these by-laws, or the rules and regulations adopted by this Chapter or by the Executive Committee.

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Section 11. Counsel

The Executive Committee shall obtain the written opinion of counsel on all disciplinary procedure relating to unprofessional conduct, concerning every disciplinary case wherein the action of the Executive Committee may result in the expulsion of an associate or junior associate, concerning the Standards of Practice and the Rules of Conduct of this Chapter, and concerning all agreements, before any thereof shall become effective.

Section 12. Organizing Junior Societies

The Executive Committee may organize junior societies within its territory to which every architectural draftsman in the territory of this Chapter shall be eligible for membership.

Article 17. Amendments to By-Laws

Section 1. Amendments by Meetings of this Chapter

(a) These by-laws may be amended at any meeting of this Chapter, provided that a notice stating the purpose of each proposed amendment and the reason therefor and a copy of the proposed amendment is sent to every member and associate not less than thirty days prior to the date of the meeting at which the proposed amendment is to be voted on.

(b) It shall require a roll-call concurring vote of not less than two thirds of the total number of assigned members of this Chapter present to amend a by-law relating to Institute affairs.

(c) It shall require a roll-call concurring vote of not less than two thirds of the total number of members and associates of this Chapter present to amend a by-law that does not relate to Institute affairs.

(d) Every resolution of this Chapter amending these by-laws shall state that the amendment will become effective only if and when it is approved by The Institute Board. Immediately following the adoption of such a resolution, the secretary shall submit a copy of the amendment and the adopting resolution to The Secretary of The Institute for such approval. Upon receipt of said approval the amendment shall become effective and the secretary shall enter the amendment and the approval at the proper place in these by-laws, with the date of the amendment and approval.

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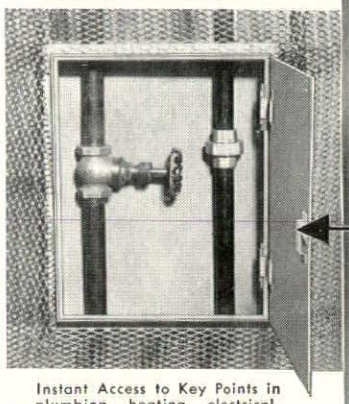

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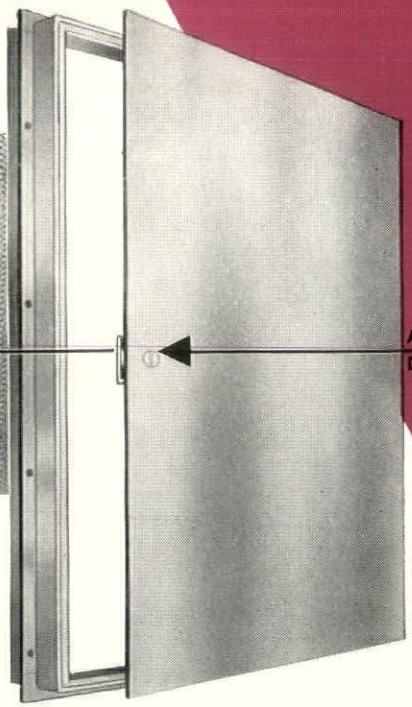

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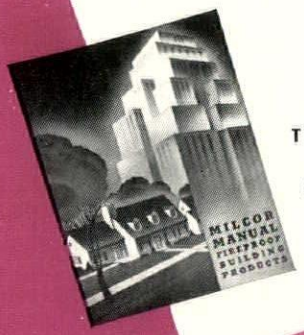

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